

**IN THE CLAIMS:**

Please amend Claims 1 - 10 as follows:

1. (Currently amended) ~~An assembly that is a bag/bed assembly comprising:~~  
a first layer (10) having a first side (10A), a second side (10B), and a cavity (12) formed on the inner side of the first layer (10), the first side (10A) having a first edge (13A) and the second side (10B) having a second edge (13B), wherein the first edge (13A) and the second edge (13B) defining a closure (13), and said first edge (13A) and the second edge (13B) further defining an access opening (13C) to the cavity (12) said access opening adapted to receive a second layer (20);

said second layer having a first shape that is generally rectangular and flat and a second shape, when stored in said cavity, flexibly conforming to the shape of said cavity, said second layer further including a second layer (20) having a rectangular configuration that includes a first corner (20A) and a second corner (20B) defining the width of the second layer (20), and a third corner (20C) and a fourth corner (20D) defining the length of the second layer (20), said second layer (20) sized to completely fill the cavity (12) of the first layer (10);

a third layer (30) contained within the second layer (20);

a fastening means (40) having a first fastening member (40A) and a second fastening member (40B), wherein said second fastening member (40B) is transversely positioned along the inner side of the second edge (13B), and said first fastening member (40A) positioned on the outer side of the first edge (13A); and

wherein the first layer (10) ~~having a circular configuration~~ and wherein the first side (10A) and the second side (10B) of the first layer (10) is wrapped around the second layer (20) for storage thereof so that the first layer (10) with the second layer (20) therein forms a seating apparatus.

2. (Previously amended) The assembly as recited in Claim 1, wherein said cavity (12) further defines a storage means.

3. (Currently amended) The assembly as recited in Claim 1, wherein the third layer (30) is formed with a ~~foam type~~ <sup>foam</sup> material.

4. (Previously Amended) The assembly as recited in Claim 1, wherein the first layer (10) and the second layer (20) ~~is~~ <sup>are</sup> formed from a cloth material.

5. (Canceled).

6. (Canceled).

5. (Currently Amended) A bag/bed assembly comprising:  
a first layer (10) having a first side (10A), a second side (10B), and a cavity (12) formed on the inner side of the first layer (10), the first side (10A) having a first edge (13A) and the second side (10B) having a second edge (13B), wherein the first edge (13A) and the second edge (13B) defining an access opening (13C) to the cavity (12),

D 1. said access opening (13C) sized to receive a ~~diagonally~~ folded second layer (20);  
a second layer (20);

a third layer (30) contained within the second layer (20);

fastening means (40) for attaching the first side (10A) to the second side (10B);

and said second layer having a first shape that is generally rectangular and flat and a second shape, when stored in said cavity, flexibly conforming to the shape of said cavity, said second layer sized to completely fill the cavity (12) of the first layer (10);

wherein the first layer having a circular configuration;

wherein the first side (10A) and the second side (10B) of the first layer (10) is wrapped around the second layer (20) for storage thereof, and

wherein the second layer (20) folded within the first layer (10) forms a seating apparatus, and the second layer (20) unfolded can be used as a bed.

6 2. (Previously amended) The assembly as recited in Claim 1, wherein said cavity (12) further defines a storage means.

7 3. (Currently amended) The assembly as recited in Claim 1, wherein the third layer (30) is formed from a foam-type material.

8 4. (Previously Amended) The assembly as recited in Claim 1, wherein the first layer (10) and the second layer (20) is formed from a cloth material.

[Please add new Claims 11 - 14 as follows:]

9 11. (new) A bed/bag assembly comprising:  
a first layer forming a cavity having a shape;  
a slit closure in said first layer, said slit closure defined by a first edge and a second edge;  
a second layer;  
a third layer contained within said second layer and wherein said third layer is of a conformable foam material;  
said second layer having a first shape that is generally rectangular and flat and a second shape, when stored in said cavity, flexibly conforming to the shape of said cavity; and  
wherein said shape is a cylindrical shape.

10 12. (new) The bed/bag assembly as recited in Claim 11, wherein said first layer is of a cloth material and said shape is supported by said conformable foam material.

11 13. (new) The bed/bag assembly as recited in Claim 11, wherein said slit closure is on a circular end of said cylindrical shape and has a length less than a diameter of said circular end.

12 14. (new) The bed/bag assembly as recited in Claim 11, wherein said second layer is biased into frictional engagement with said cavity by said conformable foam material.